

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	
	)	Case No. 20-10256 (KBO)
EARTH FARE, INC., <i>et al.</i> , <sup>1</sup>	)	
	)	(Jointly Administered)
Debtors.	)	
	)	

**NOTICE OF SECOND AMENDED<sup>2</sup> AGENDA OF MATTERS SCHEDULED  
FOR HEARING ON FEBRUARY 14, 2020, AT 1:30 P.M. (ET)**

**MATTER GOING FORWARD**

1. Debtors' Motion for Entry of: (I) Order (A) Approving De Minimis Asset Sale Procedures; (B) Approving Certain Bidding Procedures, Assumption and Assignment Procedures, and the Form and Manner of Notice Thereof; (C) Authorizing the Debtors to Enter into Asset Purchase Agreements with Stalking Horse Bidders; and (D) Scheduling a Hearing on the Approval of the Sale of the Debtors' Remaining Assets Free and Clear of All Encumbrances as Well as the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases and (II) an Order (A) Authorizing the Sale of the Debtors' Remaining Assets Free and Clear of All Encumbrances, (B) Approving Asset Purchase Agreements, (C) Authorizing the Assumption of Certain Executory Contracts and Unexpired Leases, and (D) Waiving Stay Provisions Pursuant to Bankruptcy Rules 6004(h) and 6006(d) [Docket No. 33, 2/5/20] (the "Motion")<sup>3</sup>

Bid Procedures Objection Deadline: February 13, 2020, at noon (ET)

Responses Received:

- A. Informal comments from Gemini Place Towne Center, LLC
- B. Informal comments from IRC Retail Centers

Related Documents:

- C. Order Shortening Time for Notice of the Debtors' Miscellaneous Asset Sale Procedures Motion [D.I. 58, 2/6/20]

---

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Earth Fare, Inc. (3936) and EF Investment Holdings, Inc. (8084). The mailing address for each of the Debtors is 220 Continuum Drive, Fletcher, North Carolina 28732.

<sup>2</sup> Amended information appears in **bold**.

<sup>3</sup> Capitalized terms used herein, but not otherwise defined, have the meanings given to them in the Motion.

- D. Notice of Hearing [D.I. 62, 2/6/20]
- E. First Notice of Possible Assumption and Assignment and Cure Amounts with Respect to Executory Contracts and Unexpired Leases of the Debtors [D.I. 70, 2/7/20]

Additional Responses Received:

- F. Landlord Gateway Arthur, Inc.'s Limited Objection to Motion [D.I. 90, 2/13/20]
- G. Limited Objection and Reservation of Rights of Gator Argate Gainesville, LLC to Motion [D.I. 92, 2/13/20]
- H. Regency Centers, L.P.'s (1) Limited Objection to Motion; and (2) Objection to First Notice of Possible Assumption and Assignment and Cure Amounts with Respect to Executory Contracts and Unexpired Leases of the Debtors [D.I. 101, 2/13/20]
- I. Objection and Reservation of Rights of RGOP 2, LLC to Motion [D.I. 102, 2/13/20]
- J. Objection and Reservation of Rights of KRG Toringdon Market, LLC and KRG Centre, LLC to Motion and Objection to Proposed Cure [D.I. 103, 2/13/20]
- K. **Joinder of Simon Property Group, Inc. to Limited Objection of Various Landlords [D.I. 107, 2/13/20]**
- L. **National Water Services, Inc.'s Limited Objection to Debtors' Motion for Approval of Bidding Procedures and De Minimis Asset Sale Order [D.I. 108, 2/13/20]**
- M. **Joinder of Domicor, L.L.C. to Limited Objections of Various Landlords [D.I. 112, 2/13/20]**
- N. **Joinder of Crescent CCRE Lucerne Venture, LLC to Limited Objections of Various Landlords [D.I. 113, 2/13/20]**

Status: The Debtors are in the process of resolving the informal comments received by addressing certain questions raised thereby and making certain revisions to the proposed Bidding Procedures/De Minimis Asset Sale Order. **The Debtors are attempting to resolve the filed objections and joinders in the same manner.** This matter is going forward.

Dated: February 14, 2020  
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Ian J. Bambrick

---

Pauline K. Morgan (No. 3650)

M. Blake Cleary (No. 3614)

Sean T. Greecher (No. 4484)

Ian J. Bambrick (No. 5455)

Shane M. Reil (No. 6195)

Allison S. Mielke (No. 5934)

Rodney Square

1000 North King Street

Wilmington, Delaware 19801

Telephone: (302) 571-6600

Facsimile: (302) 571-1253

EF@ycst.com

*Proposed Counsel to the Debtors  
and Debtors in Possession*